

Jeffrey N. Pomerantz, Esq.
Andrew W. Caine, Esq.
(admitted *pro hac vice*)
PACHULSKI STANG ZIEHL & JONES LLP
10100 Santa Monica Boulevard
Los Angeles, California 90067-4100
Telephone: (310) 277-6910
Telecopy: (310) 201-0760

Lynn L. Tavenner, Esq. (VA Bar No. 30083)
Paula S. Beran, Esq. (VA Bar No. 34679)
TAVENNER & BERAN, PLC
20 North Eighth Street, 2nd Floor
Richmond, Virginia 23219
Telephone: (804) 783-8300
Telecopy: (804) 783-0178

- and -

Robert J. Feinstein, Esq.
(admitted *pro hac vice*)
PACHULSKI STANG ZIEHL & JONES LLP
780 Third Avenue, 36th Floor
New York, New York 10017
Telephone: (212) 561-7700
Telecopy: (212) 561-7777

Counsel to the Liquidating Trustee

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION

| | | |
|--|---|-------------------------|
| ----- | x | |
| In re: | : | Chapter 11 |
| | : | |
| CIRCUIT CITY STORES, INC., <u>et al.</u> , | : | Case No. 08-35653 (KRH) |
| | : | |
| Debtors. | : | |
| ----- | : | Jointly Administered |
| | x | |

**FOURTH ORDER REGARDING LIQUIDATING TRUST'S FORTY-THIRD OMNIBUS
OBJECTION TO LANDLORD AND CONTRACTOR CLAIMS (REDUCTION OF
CERTAIN PARTIALLY INVALID CLAIMS, RECLASSIFICATION OF CERTAIN
MISCLASSIFIED CLAIMS, DISALLOWANCE OF CERTAIN INVALID
CLAIMS, DISALLOWANCE OF CERTAIN LATE-FILED CLAIMS,
AND DISALLOWANCE OF CERTAIN AMENDED CLAIMS)**

THIS MATTER having come before the Court¹ on the Liquidating Trust's Forty-Third Omnibus Objection to Landlord and Contractor Claims (Reduction of Certain Partially Invalid Claims, Reclassification of Certain Misclassified Claims, Disallowance of Certain Invalid Claims, Disallowance of Certain of Late Filed Claims, and Disallowance of Certain Amended Claims) (the "Objection"), which requested, among other things, that the claims specifically identified on Exhibit C through Exhibit G attached to the Objection be reduced or disallowed for those reasons set forth in the Objection; and it appearing that due and proper notice and service of the Objection as set forth therein was good and sufficient and that no other further notice or service of the Objection need be given; and it appearing that the relief requested on the Objection is in the best interest of the Liquidating Trust, the Debtors' estates and creditors and other parties-in-interest; and after due deliberation thereon good and sufficient cause exists for the granting of the relief as set forth herein,

IT IS HEREBY ORDERED ADJUDGED AND DECREED THAT:

1. The Court will conduct a status conference on April 11, 2013 at 2:00 p.m. for all Claims identified on Exhibit A attached hereto.
2. The Liquidating Trust's rights to object to any claim including (without limitation) the Claims subject to the Objection, on any grounds that applicable law permits, are not waived and are expressly reserved.
3. The Liquidating Trust shall serve a copy of this Order on the claimants included on the exhibits to this Order on or before five (5) business days from the entry of this Order.
4. This Court shall retain jurisdiction to hear and determine all matters

¹ Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Objection.

arising from or relating to this Order.

Dated: Richmond, Virginia
_____, 2013

HONORABLE KEVIN R. HUENNEKENS
UNITED STATES BANKRUPTCY JUDGE

WE ASK FOR THIS:

TAVENNER & BERAN, PLC

/s/ Lynn L. Tavenner

Lynn L. Tavenner (VA Bar No. 30083)
Paula S. Beran (VA Bar No. 34679)
20 North Eighth Street, 2nd Floor
Richmond, Virginia 23219
(804) 783-8300

- and -

PACHULSKI STANG ZIEHL & JONES LLP
Jeffrey N. Pomerantz, Esq.
Andrew W. Caine, Esq.
10100 Santa Monica Boulevard
Los Angeles, California 90067-4100
(310) 277-6910

- and -

PACHULSKI STANG ZIEHL & JONES LLP
Robert J. Feinstein, Esq.
780 Third Avenue, 36th Floor
New York, New York 10017
(212) 561-7700

*Counsel to the Circuit City Stores, Inc.
Liquidating Trust*

CERTIFICATION OF ENDORSEMENT UNDER LOCAL RULE 9022-1(C)

Pursuant to Local Bankruptcy Rule 9022-1(C), I hereby certify that the foregoing proposed order has been endorsed by or served upon all necessary parties.

/s/ Lynn L. Tavenner

Lynn L. Tavenner

In re Circuit City Stores, Inc, et al. Case No. 08-35653 (KRH)

LIQUIDATING TRUST'S FORTY-THIRD OMNIBUS OBJECTION – EXHIBIT A

OBJECTIONS ADJOURNED TO APRIL 11, 2013

| Claim Holder | Claim | Exhibit |
|---|--------------|--|
| Abercorn Common LLLP C O LNR PARTNERS LLC 1601 WASHINGTON AVE STE 700 MIAMI BEACH, FL 33139 | 12682 | EXHIBIT G: Amended Claims to be Expunged |
| Bank of America NA as successors by merger to LaSalle Bank National Association as Trustee for the Registered Holders of GMAC Peyton Inge c o Capmark Finance Inc 700 N Pearl St Ste 2200 Dallas, TX 75201 | 9449 | EXHIBIT C: Reduction of Certain Partially Invalid Claims |
| Bank of America National Association as successor by merger to LaSalle Bank National Association fka LaSalle National Bank Peyton Inge c o Capmark Finance Inc 700 N Pearl St Ste 2200 Dallas, TX 75201 | 9734 | EXHIBIT E: Invalid Claims to be Expunged |
| Bank of America National Association as successor by merger to LaSalle Bank National Association fka LaSalle National Bank Peyton Inge c o Capmark Finance Inc 700 N Pearl St Ste 2200 Dallas, TX 75201 | 9721 | EXHIBIT E: Invalid Claims to be Expunged |
| Bank of America National Association Successor By Merger to LaSalle Bank National Association fka LaSalle National Bank Peyton Inge c o Capmark Finance Inc 700 N Pearl St Ste 2200 Dallas, TX 75201 | 9707 | EXHIBIT E: Invalid Claims to be Expunged |
| Bond Circuit IV Delaware Business Trust Mark B Conlan Esq Gibbons PC One Gateway Ctr Newark, NJ 07102-5310 | 12765 | EXHIBIT G: Amended Claims to be Expunged |

| Claim Holder | Claim | Exhibit |
|--|--------------|---|
| CarMax Auto Super Stores Inc & CarMax Inc Paul S Bliley Jr Esq Williams Mullen PO Box 1320 Richmond, VA 23218-1320 | 14809 | EXHIBIT E: Invalid Claims to be Expunged |
| CC Independence LLC Attn Eric J Rietz Esq c/o Priscilla Rietz 1355 Lemond Road Owatonna, MN 55060 | 9413 | EXHIBIT E: Invalid Claims to be Expunged |
| CC Investors 1996 14 Kamin Realty Company 490 S Highland Ave Pittsburgh, PA 15206 | 11572 | EXHIBIT E: Invalid Claims to be Expunged |
| CC Lafayette LLC Attn Eric J Rietz Esq c/o Priscilla Rietz 1355 Lemond Road Owatonna, MN 55060 | 9407 | EXHIBIT E: Invalid Claims to be Expunged |
| CC Madison PJR LLC CC Madison EJR LLC CC Madison TFR LLC & CC Madison JLR LLC Attn Eric J Rietz Esq c/o Priscilla Rietz 1355 Lemond Road Owatonna, MN 55060 | 9416 | EXHIBIT E: Invalid Claims to be Expunged |
| CC Minnetonka LLC Attn Eric J Rietz Esq c/o Priscilla Rietz 1355 Lemond Road Owatonna, MN 55060 | 9424 | EXHIBIT E: Invalid Claims to be Expunged |
| CC Roseville LLC Attn Eric J Rietz Jr c/o Priscilla Rietz 1355 Lemond Road Owatonna, MN 55060 | 9417 | EXHIBIT E: Invalid Claims to be Expunged |

| Claim Holder | Claim | Exhibit |
|--|--------------|---|
| Circuit IL Corp Sigmond Sommer Properties 279 Birchwood Park Dr Jericho, NY 11753-2306 | 5027 | EXHIBIT E: Invalid Claims to be Expunged |
| Circuit Investors No 4 Thousand Oaks Limited Partnership c o Niclas A Ferland Esq LeClairRyan A Professional Corporation 555 Long Wharf Dr 8th Fl New Haven, CT 06511 | 8163 | EXHIBIT E: Invalid Claims to be Expunged |
| CMAT 1999 C1 Grand River Avenue LLC c o Mindy A Mora Bilzin Sumberg Baena Price & Axelrod LLP 200 S Biscayne Blvd Ste 2500 Miami, FL 33131 | 5002 | EXHIBIT C: Reduction of Certain Partially Invalid Claims |
| Cousins Properties Incorporated Los Altos Market Center 335932 12 Attn Dustin P Branch 2029 Century Park East 26th Fl Los Angeles, CA 90067 | 15248 | EXHIBIT E: Invalid Claims to be Expunged |
| GCCFC 2007 GG9 Abercorn Street Limited Partnership 5900 N Andrews Ave Ste 625 Fort Lauderdale, FL 33309 | 15253 | EXHIBIT C: Reduction of Certain Partially Invalid Claims |
| Pembroke Crossing LTD Prudential 204404 122 Attn Dustin P Branch Katten Muchin Rosenman LLP 2029 Century Park E 26th Fl Los Angeles, CA 90067-3012 | 15247 | EXHIBIT E: Invalid Claims to be Expunged |
| WCC Properties, LLC Douglas A. Scott, PLC 1805 Monument Avenue, Suite 311 Richmond, VA 23220 | 15261 | EXHIBIT F: Late Filed Claims to be Expunged |

| Claim Holder | Claim | Exhibit |
|---|--------------|---|
| WCC Properties, LLC Douglas A. Scott, PLC 1805 Monument Avenue, Suite 311 Richmond, VA 23220 | 15261 | EXHIBIT C: Reduction of Certain Partially Invalid Claims |
| WEC 96 D Appleton 2 Investment Trust Attn Jason Blumberg Esq Loeb & Loeb LLP 345 Park Ave New York, NY 10154 | 12911 | EXHIBIT E: Invalid Claims to be Expunged |
| WEC 96D Springfield 1 Investment Trust Attn Jason Blumberg Esq Loeb & Loeb LLP 345 Park Ave New York, NY 10154 | 12572 | EXHIBIT E: Invalid Claims to be Expunged |